

# sec news digest

Issue 94-95

May 20, 1994

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## COMMISSION ANNOUNCEMENTS

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### MEDIA ADVISORY

The Commission's Consumer Affairs Advisory Committee will meet on Wednesday, May 25, in Room 1C30 at the Commission's main offices, 450 Fifth Street, N.W., Washington, D.C., beginning at 9:00 a.m. The purpose of this meeting will be to discuss general organizational issues, as well as consideration of proposed Commission rules on mutual fund advertisements, litigation reform and broker-dealer sales practices. The meeting is open to the public. (Press Rel. 94-49)

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## ENFORCEMENT PROCEEDINGS

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### WILLIAM COOPER, VESTCORP SECURITIES, INC., FIRST PENSION CORPORATION AND OTHERS ENJOINED

The Commission announced that on May 13 it filed a complaint in the United States District Court for the Central District of California against William E. Cooper (Cooper), VestCorp Securities, Inc. (VestCorp), First Pension Corporation (First Pension), Robert E. Lindley (Lindley), Valerie Jensen (Jensen) and five other defendants for the purpose of relief only, alleging violations of the antifraud provisions of the federal securities laws, with up to \$124 million in investor and pension funds at risk. The Commission's complaint seeks preliminary and permanent injunctions, disgorgement of ill-gotten gains, the imposition of civil penalties and other relief. The Court entered a temporary restraining order freezing all defendants' assets, prohibiting the transfer of assets and ordering an accounting and other relief.

The Commission's complaint alleges that from 1981 through April 1994, Cooper, Jensen and Lindley, operating through VestCorp, offered and sold securities in the form of real estate limited partnership units, raising approximately \$99 million from investors. The complaint also alleges that Cooper, Lindley and Jensen misappropriated \$25 million of First Pension funds from at least July 1992 through March 1994, and that Cooper, in April 1994, wrote 114 unauthorized checks, totalling over \$1 million, on First Pension's custodial bank account by forging the custodian's signature. The complaint further alleges that the defendants failed to disclose that the trust deeds securing the real estate limited partnerships did not exist, that the real estate limited partnerships never generated any income, and that the investors' returns were paid for by creation of an account called the "99 mini fund" which was funded by diverting other First Pension client funds into the account. [SEC v. William E. Cooper, Vestcorp Securities, Inc., First Pension Corporation, Robert E. Lindley, Valerie Jensen, Ernest-Edwards & Associates, Inc., First Diversified Financial Services, Inc., Terri Cooper, Sandee Russell and Tiffany Escrow Company, Civil Action No. 94-3144, C.D. Cal.] (LR-14090)

#### TEMPORARY RESTRAINING ORDER ENTERED AGAINST PARKERSBURG WIRELESS LLC AND OTHER DEFENDANTS

The Commission announced that on May 18 the United States District Court for the District of Columbia entered a Temporary Restraining Order and Order Freezing Certain Assets and Granting Other Relief against Parkersburg Wireless LLC, Michelle A. Gerstner, Rodney Bonvicino, John C. Trimpin, George N. Riggle, Jr., PX Marketing, Inc., Madcap Services, Inc., Infotech Group, Inc., Multistate Communications, Inc., Alternative Management, Inc., D.R. Williams Consulting, Inc., Capital Resource Management, Inc., Touch Access Technologies, Inc., and Cablefree Communications, Inc., temporarily restraining and enjoining the defendants from violations of Section 5(a) and (c) of the Securities Act of 1933. The order also temporarily restrains and enjoins defendants PWLLC, Gerstner, Bonvicino, Riggle, and Infotech from violating Section 17(a) of the Securities Act and Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder; and temporarily restrains and enjoins defendants PX Marketing, Madcap Services, Infotech, Multistate, Alternative, D.R. Williams, Capital Resource, Touch Access, and Cablefree from violating Section 15(a) of the Exchange Act.

In addition, the Court imposed a temporary freeze on the defendants' assets, ordered the defendants to submit to the Court and the Commission a sworn accounting of their respective assets, restrained the defendants, pending the resolution of the Commission's motion for a preliminary injunction, from destroying documents relating to any transaction described in the Commission's complaint, and ordered expedited discovery. For further information, see LR-14085. [SEC v. Parkersburg LLC, et al., Civ. Action No. 94-1079, SSH, D.D.C.] (LR-14091)

## TIMOTHY MOBLEY ENJOINED

The Commission announced that, after a trial on March 2, 1994, the United States District Court for the Southern District of Nevada issued a Final Judgment of Permanent Injunction Against Timothy Mobley (Mobley) on March 17, 1994, which made findings that Mobley violated and aided and abetted violations of the antifraud and books and records provisions of the federal securities laws and permanently enjoined Mobley from further violations of those provisions.

The Court found that Mobley, while employed at two brokerage firms between 1986 and 1988, offered and sold securities in two blind-pool penny stocks to investors without informing them that he knew the price of the securities was being manipulated, that he was receiving excessive commissions for selling these stocks, and that the investors could experience difficulty in selling the securities unless Mobley found a buyer for an equal or greater number of shares. Furthermore, the Court found that Mobley established and executed personal securities transactions in an account which was in the name of another individual. In addition, the Court found that Mobley lied under oath in testimony given before staff members of the Commission. [SEC v. Timothy Mobley, et. al., CV-8-92-1083-HDM, LRL, USDC for the Southern Dist. of Nevada] (LR-14092)

## WASATCH STOCK TRADING, INC., AND ITS FORMER PRESIDENT, DANIEL MAUSS ENJOINED

The Commission announced that in United States District Court for the Southern District of Texas, Final Judgments were entered on April 25, 1994, against Daniel L. Mauss (Mauss), and on May 11, 1994, against Wasatch Stock Trading, Inc. (Wasatch), a now defunct broker-dealer firm which was headed by Mauss. Mauss and Wasatch were permanently enjoined from future violations and aiding and abetting violations of the antifraud provisions of the federal securities laws. Disgorgement for both defendants was ordered, provided, however, that payment was waived based on their demonstrated financial inability to pay. The defendants consented to the entry of the injunctions without admitting or denying the Commission's allegations.

The Commission's complaint, filed November 23, 1992, alleged that Mauss and Wasatch participated in a scheme to distribute and manipulate the securities of Bancus Richmond, Inc. (Bancus), a penny stock company controlled by Glenn Schuster (Schuster) and Leslie Mersky (Mersky), two other defendants in this matter. Allegedly, Mauss, through Wasatch, the lead market-maker of Bancus securities, offered and sold Bancus securities to the public while using false and misleading information provided by Schuster and Mersky. [SEC v. Glenn A. Schuster, et al., Civil Action No. H-92-3598, USDC, SDTX] (LR-14093)

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## HOLDING COMPANY ACT RELEASES

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### ILLINOVA CORPORATION

An order has been issued authorizing Illinova Corporation (Illinova), formerly IP Holding Company, an Illinois corporation, to acquire all the outstanding common stock of Illinois Power Company, an Illinois electric and gas public-utility holding company exempt from registration under Section 3(a)(2) of the Act pursuant to Rule 2. In addition, Illinova has been granted an exemption under Section 3(a)(1) from all provisions of the Act, except Section 9(a)(2). (Rel. 35-26054)

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## SELF-REGULATORY ORGANIZATIONS

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### WITHDRAWALS SOUGHT

A notice has been issued giving interested persons until June 10 to comment on the application of Ford Motor Company to withdraw its Common Stock, \$1 Par Value, from listing and registration on the Boston Stock Exchange, Chicago Stock Exchange and Philadelphia Stock Exchange. (Rel. 34-34090)

A notice has been issued giving interested persons until June 10 to comment on the application of Teleflex Incorporated to withdraw its Common Stock, \$1.00 Par Value, from listing and registration on the American Stock Exchange. (Rel. 34-34091)

### APPROVAL OF PROPOSED RULE CHANGES

The Commission temporarily approved for one year a proposed rule change submitted by the Boston Stock Exchange (SR-BSE-93-12) to permit competing specialists on the floor of the Exchange. (Rel. 34-34078)

The Commission approved a proposed rule change filed by the Delta Government Options Corp. (SR-DGOC-93-3) that modifies the time for the tender of exercise notices by DGOC participants; the time by which exercise notices will be assigned; and the procedure DGOC uses to assign exercise notices. (Rel. 34-34081)

The Commission approved a proposed rule change filed by the Delta Government Options Corp. (SR-DGOC-94-1) that modifies the definition of expiration date. (Rel. 34-34082)

## WITHDRAWAL OF A PROPOSED RULE CHANGE

The Depository Trust Company withdrew a proposed rule change (SR-DTC-90-05) that proposed continuous net settlement of prime broker institutional delivery trades. (Rel. 34-34079)

## IMMEDIATE EFFECTIVENESS OF PROPOSED RULE CHANGES

The Delta Government Options Corp. filed a proposed rule change (SR-DGOC-94-02) which became effective upon filing to clarify DGOC's definition of the term "trading limit." (Rel. 34-34080)

The Intermarket Clearing Corporation filed a proposed rule change (SR-ICC-94-04) which became effective upon filing to modify the definition of "premium margin" to reflect better the pricing practices of commodities markets. (Rel. 34-34085)

## PROPOSED RULE CHANGES

Delta Government Options Corp. filed a proposed rule change (SR-DGOC-93-04) modifying its exercise settlement date and buy-in procedures. (Rel. 34-34083)

The National Securities Clearing Corporation filed a proposed rule change (SR-NSCC-94-06) to modify NSCC's clearing fund requirements for sponsored members. (Rel. 34-34084)

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## SECURITIES ACT REGISTRATIONS

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The following registration statements have been filed with the SEC under the Securities Act of 1933. The reported information appears as follows: Form, Name, Address and Phone Number (if available) of the issuer of the security; Title and the number and/or face amount of the securities being offered; Name of the managing underwriter or depositor (if applicable); File number and date filed; Assigned Branch; and a designation if the statement is a New Issue.

S-1 EMERSON RADIO CORP, NINE ENTIN RD, PO BOX 430, PARSIPPANY, NJ 07054  
(201) 884-5800 - 15,000,000 (\$15,000,000) COMMON STOCK. (FILE 33-53621 -  
MAY. 13) (BR. 12)

S-8 SKYLINE CHILI INC, 4180 THUNDERBIRD LN, FAIRFIELD, OH 45014  
(513) 874-1188 - 475,000 (\$487,500) COMMON STOCK. (FILE 33-78604 -  
MAY. 12) (BR. 3)

S-8 CARDINAL BANCSHARES INC, 400 E VINE ST STE 300, LEXINGTON, KY 40507  
(606) 255-8300 - 50,000 (\$1,387,500) COMMON STOCK. (FILE 33-78724 -  
MAY. 10) (BR. 1)

REGISTRATIONS CONT.

- S-8 THERMO CARDIOSYSTEMS INC, 470 WILDWOOD ST, P O BOX 2697, WOBURN, MA 01888 (617) 622-1000 - 43,750 (\$929,687.50) COMMON STOCK. (FILE 33-78728 - MAY. 10) (BR. 8)
- S-8 THERMO CARDIOSYSTEMS INC, 470 WILDWOOD ST, P O BOX 2697, WOBURN, MA 01888 (617) 622-1000 - 50,000 (\$1,062,500) COMMON STOCK. (FILE 33-78730 - MAY. 10) (BR. 8)
- S-8 THERMO CARDIOSYSTEMS INC, 470 WILDWOOD ST, P O BOX 2697, WOBURN, MA 01888 (617) 622-1000 - 300,000 (\$6,375,000) COMMON STOCK. (FILE 33-78732 - MAY. 10) (BR. 8)
- S-8 THERMO CARDIOSYSTEMS INC, 470 WILDWOOD ST, P O BOX 2697, WOBURN, MA 01888 (617) 622-1000 - 93,750 (\$1,992,187.50) COMMON STOCK. (FILE 33-78734 - MAY. 10) (BR. 8)
- S-8 THERMO CARDIOSYSTEMS INC, 470 WILDWOOD ST, P O BOX 2697, WOBURN, MA 01888 (617) 622-1000 - 24,250 (\$515,312.50) COMMON STOCK. (FILE 33-78736 - MAY. 10) (BR. 8)
- S-3 ABBEY HEALTHCARE GROUP INC/DE, 3560 HYLAND AVE, COSTA MESA, CA 92626 (714) 957-2000 - 96,706 (\$1,849,502.25) COMMON STOCK. (FILE 33-78740 - MAY. 11) (BR. 5)
- S-3 MACOMA CONSOLIDATED INDUSTRIES INC, 7516 US 59 NORTH, MACOGDOCHES, TX 75961 (409) 560-1432 - 247,500 (\$1,237,500) COMMON STOCK. (FILE 33-78742 - MAY. 11) (BR. 9)
- S-8 MILTOPE GROUP INC, 1770 WALT WHITMAN RD, MELVILLE, NY 11747 (516) 420-0200 - 113,247 (\$419,013.90) COMMON STOCK. (FILE 33-78744 - MAY. 11) (BR. 10)
- S-3 COMPUCON SYSTEMS INC, 10100 N CENTRAL EXPWY, DALLAS, TX 75231 (214) 265-3600 - 8,409,091 (\$42,045,455) COMMON STOCK. (FILE 33-78746 - MAY. 11) (BR. 9)
- S-8 SABA PETROLEUM CO, 17512 VON KARMAN AVE, IRVINE, CA 92714 (714) 724-1112 - 205,000 (\$540,000) COMMON STOCK. (FILE 33-78748 - MAY. 11) (BR. 4)
- S-8 BIO DYNE CORP /GA, 5400 BUCKNELL DR S W, ATLANTA, GA 30336 (404) 346-3100 - 390,500 (\$585,750) COMMON STOCK. (FILE 33-78750 - MAY. 11) (BR. 12)
- S-8 ODWALLA INC, 3500 COAST HWY ONE, DRAHER O, DAVENPORT, CA 95017 (408) 425-4557 - 498,410 (\$4,437,614.40) COMMON STOCK. (FILE 33-78752 - MAY. 12) (BR. 3)
- S-3 COMPUCON SYSTEMS INC, 10100 N CENTRAL EXPWY, DALLAS, TX 75231 (214) 265-3600 - 15,000 (\$81,562.50) COMMON STOCK. (FILE 33-78756 - MAY. 11) (BR. 9)
- S-3 ENZO BIOCHEM INC, 60 EXECUTIVE BLVD, FARMINGDALE, NY 11735 (516) 755-5500 - 307,297 (\$2,900,115.44) COMMON STOCK. (FILE 33-78760 - MAY. 12) (BR. 6)

REGISTRATIONS CONT.

- S-8 ENVIRONMENTAL TECHNOLOGIES USA INC, 550 39TH AVENUE NORTHEAST,  
MINNEAPOLIS, MN 55421 (612) 789-5933 - 500,000 (\$578,125) COMMON STOCK.  
(FILE 33-78762 - MAY. 11) (BR. 2)
- S-8 PARTNERRE HOLDINGS LTD, 69 PITTS BAY RD, BELVEDERE BLDG,  
PENNBROKE PARISH BERMUDA, DO (809) 295-0713 - 2,000,000 (\$41,000,000)  
COMMON STOCK. (FILE 33-78774 - MAY. 10) (BR. 9)
- S-3 DEVELOPERS DIVERSIFIED REALTY CORP, 34555 CHAGRIN BLVD, MORELAND HILLS,  
OH 44022 (216) 247-4700 (FILE 33-78778 - MAY. 10) (BR. 5)
- S-8 CARE GROUP INC, ONE HOLLOW LANE, LAKE SUCCESS, NEW YORK, NY 11042  
(516) 869-8383 - 309,250 (\$787,755) COMMON STOCK. (FILE 33-78782 -  
MAY. 10) (BR. 5)
- S-8 FINANCIAL SECURITY ASSURANCE HOLDINGS LTD/NY/, 350 PARK AVE, NEW YORK,  
NY 10022 (212) 826-0100 - 3,166,935 (\$63,674,388) COMMON STOCK. (FILE  
33-78784 - MAY. 10) (BR. 10)
- S-8 SARATOGA BRANDS INC, 178 BRUCKER BLVD, BRONX, NY 10454 (718) 993-3500 -  
2,000,000 (\$500,000) COMMON STOCK. (FILE 33-78794 - MAY. 11) (BR. 3)
- S-8 CHASE CORP, 50 BRAINTREE HILL PARK, 220 FORBES RD, BRAINTREE, MA 02184  
(617) 848-2810 - 451,000 (\$1,127,500) COMMON STOCK. (FILE 33-78796 -  
MAY. 11) (BR. 3)
- S-8 FM PROPERTIES INC, 1615 POYDRAS ST, NEW ORLEANS, LA 70112 (504) 582-5300  
- 850,000 (\$3,612,500) COMMON STOCK. (FILE 33-78798 - MAY. 11) (BR. 3)
- F-3 HANSON PLC, 1 GROSVENOR PLACE, LONDON W51X 7JH ENGLAND, X0 00000  
(071) 245-1245 - 203,253,320 (\$802,850,614) FOREIGN COMMON STOCK. (FILE  
33-78800 - MAY. 11) (BR. 3)
- S-1 TELEX COMMUNICATIONS INC, 9600 ALDRICH AVE S, MINNEAPOLIS, MN 55420  
(612) 884-4051 - 100,000,000 (\$100,000,000) STRAIGHT BONDS. (FILE  
33-78806 - MAY. 11) (BR. 7)
- S-8 WESTCOAST ENERGY INC, 1333 W GEORGIA ST, VANCOUVER BC CANADA V6E 3K9, A1  
(604) 691-5513 - 1,250,000 (\$21,640,625) COMMON STOCK. (FILE 33-78808 -  
MAY. 11) (BR. 8)
- S-1 GREAT NORTHERN INSURED ANNUITY CORP, 601 UNION STREET, STE 5600,  
SEATTLE, WA 98101 (206) 625-1755 - \$50,000,000 VARIABLE ANNUITY ISSUES.  
(FILE 33-78812 - MAY. 11) (BR. 20)
- SB-2 DWYER GROUP INC, 1020 N UNIVERSITY PARKS DRIVE, WACO, TX 76707  
(817) 756-2122 - 1,725,000 (\$10,350,000) COMMON STOCK. 150,000 (\$150)  
WARRANTS, OPTIONS OR RIGHTS. 585,000 (\$3,690,000) COMMON STOCK. (FILE  
33-78814 - MAY. 11) (BR. 12)
- SB-2 MAGIC RESTAURANTS INC, ONE EXECUTIVE BLVD, YONKERS, NY 10701  
(914) 969-0600 - 2,694,382 (\$6,759,843) COMMON STOCK. (FILE 33-78816 -  
MAY. 11) (BR. 12)
- F-6 ISS INTERNATIONAL SERVICE SYSTEM AS, KONGEVEJEN 195, DK 2840 HOLTE,  
DENMARK, G7 (454) 541-0811 - 23,000,000 (\$1,150,000)  
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-78818 - MAY. 11) (BR. 5)

REGISTRATIONS CONT.

- S-8 FRIEDMANS INC, 4 WEST STATE ST, SAVANNAH, GA 31401 (912) 233-9333 - 200,000 (\$2,550,000) COMMON STOCK. (FILE 33-78820 - MAY. 11) (BR. 10)
- S-4 COMPUTARE CORPORATION, 31440 NORTHWESTERN HWY, FARMINGTON HILLS, MI 48334 (313) 737-7300 - 8,000,000 (\$13,040,000) COMMON STOCK. (FILE 33-78822 - MAY. 11) (BR. 10)
- S-8 SOUTHERN BANK GROUP INC, 11180 ALPHARETTA HWY, ROSWELL, GA 30075 (404) 475-9999 - 8,500 (\$62,645) COMMON STOCK. (FILE 33-78830 - MAY. 11) (BR. 1)
- S-8 INTERNATIONAL CABLETEL INC, 150 EAST 58TH ST, NEW YORK, NY 10155 (212) 371-3714 - 240,000 (\$5,220,000) COMMON STOCK. (FILE 33-78834 - MAY. 12) (BR. 7)
- S-8 CELLULAR COMMUNICATIONS INC /DE, 150 EAST 58TH ST, NEW YORK, NY 10155 (212) 906-8440 - 50,000 (\$2,275,000) COMMON STOCK. (FILE 33-78836 - MAY. 12) (BR. 7)
- S-8 CELLULAR COMMUNICATIONS OF PUERTO RICO INC, 150 EAST 58TH ST, NEW YORK, NY 10155 (212) 906-8440 - 373,000 (\$7,668,880) COMMON STOCK. (FILE 33-78838 - MAY. 12) (BR. 7)
- S-8 CELLULAR COMMUNICATIONS INTERNATIONAL INC, 150 EAST 58TH ST, NEW YORK, NY 10155 (212) 906-8480 - 12,498 (\$503,044) COMMON STOCK. (FILE 33-78840 - MAY. 12) (BR. 7)
- S-8 CELLULAR COMMUNICATIONS OF PUERTO RICO INC, 150 EAST 58TH ST, NEW YORK, NY 10155 (212) 906-8440 - 50,000 (\$1,028,000) COMMON STOCK. (FILE 33-78842 - MAY. 12) (BR. 7)
- S-8 INTERNATIONAL CABLETEL INC, 150 EAST 58TH ST, NEW YORK, NY 10155 (212) 371-3714 - 3,340,000 (\$72,645,000) COMMON STOCK. (FILE 33-78844 - MAY. 12) (BR. 7)
- S-8 CELLULAR COMMUNICATIONS INTERNATIONAL INC, 150 EAST 58TH ST, NEW YORK, NY 10155 (212) 906-8480 - 400,000 (\$16,100,000) COMMON STOCK. (FILE 33-78846 - MAY. 12) (BR. 7)
- S-8 INTERNATIONAL CABLETEL INC, 150 EAST 58TH ST, NEW YORK, NY 10155 (212) 371-3714 - 7,498 (\$163,081) COMMON STOCK. (FILE 33-78848 - MAY. 12) (BR. 7)
- S-8 MERIDIAN DIAGNOSTICS INC, 3471 RIVER HILLS DR, CINCINNATI, OH 45244 (513) 271-3700 - 25,000 (\$212,500) COMMON STOCK. (FILE 33-78868 - MAY. 12) (BR. 4)
- S-3 PSICOR INC, 16818 VIA DEL CAMPO COURT, SAN DIEGO, CA 92127 (619) 485-5599 - 32,500 (\$308,750) COMMON STOCK. (FILE 33-78870 - MAY. 12) (BR. 5)
- S-8 MOBILE SERVICES INTERNATIONAL CORP, 5255 N FEDERAL HWY STE 300, BOCA RATON, FL 33431 (407) 997-8277 - 120,000 (\$120,000) COMMON STOCK. (FILE 33-78872 - MAY. 12) (BR. 7)

REGISTRATIONS CONT.

- S-8 DH TECHNOLOGY INC, 15070 AVENUE OF SCIENCE, SAN DIEGO, CA 92128  
(619) 451-3485 - 250,000 (\$4,531,250) COMMON STOCK. (FILE 33-78874 -  
MAY. 12) (BR. 3)
- S-8 BLUE CHIP COMPUTERWARE INC, 1732 SUNRISE HWY, HERRICK, NY 11566  
(516) 379-2983 - 25,000 (\$63,250) COMMON STOCK. (FILE 33-78878 - MAY. 12)  
(BR. 9)
- S-8 MARINER HEALTH GROUP INC, 47 WATER ST, MYSTIC, CT 06355 (203) 572-7744  
- 2,000,000 (\$50,126,000) COMMON STOCK. (FILE 33-78880 - MAY. 12) (BR. 6)
- S-8 AMERICAN RESOURCES OF DELAWARE INC, 950 FINANCE CNTR STE 270, TUCSON, AZ  
85710 (602) 722-4205 - 600,000 (\$1,242,000) COMMON STOCK. (FILE 33-78882 -  
MAY. 12) (BR. 3)
- S-8 AMERICAN RESOURCES OF DELAWARE INC, 950 FINANCE CNTR STE 270, TUCSON, AZ  
85710 (602) 722-4205 - 3,000,000 (\$6,210,000) COMMON STOCK. (FILE  
33-78884 - MAY. 12) (BR. 3)
- S-8 BUTTREY FOOD & DRUG STORES CO, 601 6TH ST SW, GREAT FALLS, MT 59404  
(406) 761-3401 - 886,747 (\$4,600,000) COMMON STOCK. (FILE 33-78886 -  
MAY. 12) (BR. 2)
- S-3 BARRINGER TECHNOLOGIES INC, 219 SOUTH STREET, NEW PROVIDENCE, NJ 07974  
(908) 665-8200 - 514,444 (\$1,221,804.50) COMMON STOCK. (FILE 33-78888 -  
MAY. 12) (BR. 6)
- S-1 J2 COMMUNICATIONS /CA/, 10850 WILSHIRE BLVD STE 1000, LOS ANGELES, CA  
90024 (213) 474-5252 - 114,500 (\$137,400) COMMON STOCK. (FILE 33-78890 -  
MAY. 12) (BR. 11)

## ACQUISITIONS OF SECURITIES

Companies and individuals must report to the Commission within ten days on Schedule 13D if after the acquisition of equity securities of a public company their beneficial interest therein exceeds five percent. Persons eligible to use the short form (Schedule 13G) may in lieu of filing a Schedule 13D file a Schedule 13G within 45 days after the end of the calendar year in which the person became subject to Section 13(d)(1). Companies and individuals making a tender offer must have on file at the time the tender offer commences a Schedule 14D-1.

Below is a list of recent filings of Schedules 13D and 14D, which includes the following information: Column 1 - the company purchased (top), and the name of the purchaser; Column 2 - the type of security purchased; Column 3 - the type of form filed; Column 4 - the date the transaction occurred; Column 5 - the current number of shares (in 000's) owned (top) and the current percent owned; Column 6 - the CUSIP number (top) and the percent owned; and Column 7 - the status of the filing, i.e., new, update or revision.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
ALLIANCE BANK CLARK ESTATES INC	COM 13D	3/ 1/93	200 5.7	01852610 0.0	NEW
ALLERION INC ELOWITZ NORMAN	COM 13D	5/ 6/94	2,200 21.9	01999810 20.9	UPDATE
ATLANFED BANCORP INC POLUN NELSON M	COM 13D	4/20/94	122 8.5	04765910 0.0	NEW
BOSTON PAC MED INC LIFESCIENCES TECH PRTRNS ET AL	UT 1C & 1W 1995 13D	3/18/94	0 0.0	10105420 N/A	UPDATE
BREWER C HOMES INC SIEGLER GARY ET AL	CL A 13D	5/17/94	385 4.6	10757510 0.0	NEW
D I INDS INC AMERICAN PREMIER UNDERWRITERS	COM 13D	5/17/94	20,690 53.9	23290910 53.9	UPDATE
FIRST MUT SB BELLEVUE WASH SEAFIRST BANK ESOP	COM 13D	4/28/94	186 12.4	32091810 0.0	NEW
FIRSTROCK BANCORP INC NORTHWEST ILLINOIS BANCORP INC	COM 13D	5/14/94	0 0.0	34299610 N/A	UPDATE
GULL LABS INC GULL HLDGS LTD ET AL	COM NEW 13D	5/ 4/94	3,495 53.7	40290120 0.0	NEW
INSILCO CORP DICKSTEIN & CO LP ET AL	COM 13D	5/17/94	669 7.3	45765970 5.9	UPDATE

## ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
INSILCO CORP GOLDMAN SACHS GRP L P ET AL	COM 13D	5/ 6/94	5,528 59.0	45765970 55.2	UPDATE
KINERET ACQUISITION CORP PET INCORPORATED	COM 13D	5/12/94	0 0.0	49999210 0.0	NEW
LAFAYETTE AMERN BANK & TR CO STATE OF MICH STATE TREASURER	COM 13D	5/10/94	1,546 44.2	50590210 0.0	NEW
LICOM INTL INC ELLER TIMOTHY L	COM 13D	5/ 6/94	950 62.4	53169910 0.0	NEW
LIFECCELL CORP CS FIRST BOSTON GRP	COM 13D	3/11/94	252 5.9	53192710 0.0	NEW
LOWE STAR TECHNOLOGIES INC WHITE RIVER CORP	COM 13D	2/14/94	0 0.0	54231210 11.4	RVISION
MAGMA COPPER CO NEW WARBURG PINCUS & CO ET AL	COM 13D	5/18/94	18,067 39.5	55917720 40.8	UPDATE
MARGARETTEN FINL CORP CHEMICAL BANKING ET AL	COM 14D-1	5/18/94	0 0.0	56657610 0.0	NEW
METALCLAD CORP APEX INVMT FD II LP ET AL	COM 13D	5/ 5/94	252 2.0	59114210 0.0	NEW
MOBILE AMER CORP FLA THOMAS ROBERT III	COM PAR \$0.025 13D	5/19/94	337 5.4	60723550 0.0	NEW
NATIONAL TRANSACTION NETWORK BCE TELECOM CORP	COM NEW 13D	5/ 9/94	1,261 38.8	63822130 0.0	NEW
NATURAL WONDERS INC TRENT CAPITAL MGMT INC ET AL	COM 13D	5/13/94	524 6.7	63901410 2.8	UPDATE
PDA ENGINEERING MACNEAL SCHMENDLER CORP	COM 13D	5/ 9/94	975 11.9	69326810 0.0	NEW
PAIRGAIN TECHNOLOGIES INC BCE TELECOM CORP	COM 13D	5/ 9/94	1,388 11.3	69593410 0.0	NEW
PHILLIPS VAN HEUSEN CORP GREEN CAROL P	COM 13D	2/22/94	1,273 4.9	71859210 0.0	NEW
PRICE COMMUNICATIONS CORP OVITZ BRUCE D	COM NEW 13D	5/ 9/94	587 4.8	74143730 0.0	NEW
SAVIN CORP INTL NEDERLANDEN LEASE STRUCTU	COM 13D	5/ 9/94	600 16.0	80517670 0.0	NEW
TAKECARE INC FHP INTL CORP	COM 13D	4/29/94	2,719 21.3	87405510 11.4	UPDATE

ACQUISITIONS CONT.

<u>NAME AND CLASS OF STOCK/OWNER</u>	<u>FORM</u>	<u>EVENT DATE</u>	<u>SNRS(000)/ %OWNED</u>	<u>CUSIP/ PRIOR%</u>	<u>FILING STATUS</u>
USTRAILS INC	COM		5	91732610	
EVEREST CAP LIMITED	13D	4/26/94	0.1	6.8	UPDATE
VECTOR AEROMOTIVE CORP	COM NO PAR		15,000	92299930	
PUTRA HUTOMO MANDALA	13D	4/29/94	100.0	100.0	UPDATE
WLR FOODS INC	COM		600	92928610	
TYSONS FOODS INC	14D-1	5/19/94	5.5	5.5	UPDATE